

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:) Chapter 11
)
W. R. GRACE & CO., et al.,¹) Case No. 01-1139 (TKF)
) Jointly Administered
Debtors.)
) Objection Date: Sept 3, 2008, at 4:00 p.m.
) Hearing Date: Scheduled if Necessary (Negative Notice)

**THIRTY FIRST MONTHLY APPLICATION OF
DELOITTE & TOUCHE LLP
FOR COMPENSATION FOR SERVICES RENDERED AND
REIMBURSEMENT OF EXPENSES TO THE DEBTORS
FOR THE PERIOD FROM MAY 1, 2008 THROUGH MAY 31, 2008**

Name of Applicant: Deloitte & Touche LLP ("Deloitte & Touche").

Authorized to Provide Professional Services to: The above-captioned debtors and debtors-in-possession.

Date of Retention: February 4, 2003.

Period for which Compensation and Reimbursement is Sought: May 1, 2008 through May 31, 2008.

Amount of Compensation Sought as Actual, Reasonable and Necessary: \$6,660.00

Less 20% Holdback for Hourly Rate Services: (\$1,332.00)

¹ The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-I Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GFC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, I. B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

Amount of Payment Sought Hereunder:

\$5,328.00

Amount of Expense Reimbursement Incurred as Actual, Reasonable, and Necessary: \$27.00*

*Deloitte & Touche will provide documentation supporting these expense in its next interim fee application filed in this matter, and will seek payment of such expenses pursuant to such fee application.

This is a: xx monthly __ interim __ final application.

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:) Chapter 11
)
W. R. GRACE & CO., et al.,¹) Case No. **01-1139** (JLF)
) Jointly Administered
Debtors.)
) Objection Date: Sept. 3, 2008, at 4:00 p.m.
) Hearing Date: Scheduled if Necessary (Negative Notice)

**TWENTY THIRTY FIRST MONTHLY APPLICATION OF
DELOITTE & TOUCHE LLP
FOR COMPENSATION FOR SERVICES RENDERED AND
REIMBURSEMENT OF EXPENSES TO THE DEBTORS
FOR THE PERIOD FROM MAY 1, 2008 THROUGH MAY 31, 2008**

This thirty first monthly application (this "Application") of Deloitte & Touche LLP ("Deloitte & Touche") is for compensation for services rendered in connection with Deloitte & Touche's provision of certain (a) Enterprise Risk Management Services, and (b) Crisis Management Planning Services (each as more fully described below, and collectively hereinafter referred to as the "Expanded Scope Services"). Attached hereto as Exhibit A is the Verification of Edmond Landry. A summary of the Deloitte & Touche professionals providing the Expanded

¹ The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, I. B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

Scope Services, their positions, hours worked, hourly rates, total fees and expenses incurred is attached hereto as Exhibit B.

BACKGROUND

The initial Deloitte & Touche Retention Application seeking authority to employ and retain Deloitte & Touche as customs services providers and tax and compensation advisors to the Debtors *nunc pro tunc* to February 4, 2003 was filed by the Debtors on April 25, 2003. The order approving the Deloitte & Touche Retention Application was signed by the Court on June 17, 2003. On January 24, 2008, the Court entered an order authorizing the provision of the Expanded Scope Services (the "Expanded Scope Order").

Following the initial retention of Deloitte & Touche in these Chapter 11 cases, Deloitte & Touche implemented a reorganization of some of its business units. Pursuant to this reorganization, certain affiliates of Deloitte & Touche sought and obtained approval to provide services to the Debtors in these Chapter 11 cases as described below.

- Deloitte Consulting LLP ("Deloitte Consulting") sought to be retained as compensation advisors and to provide certain lease consulting services to the Debtors in these Chapter 11 cases. On September 27, 2004 the Court entered an order approving the retention of Deloitte Consulting *nunc pro tunc* to July 1, 2004.
- Deloitte Tax LLP ("Deloitte Tax") sought to be retained as tax services providers to the Debtors in these Chapter 11 cases. On December 21, 2004, the Court entered an order approving the retention of Deloitte Tax *nunc pro tunc* to August 22, 2004.
- Deloitte Financial Advisory Services LLP ("Deloitte FAS") sought to be retained to provide certain due diligence services to the Debtors. On November 26, 2007 the court entered an order approving the retention of Deloitte FAS *nunc pro tunc* to October 1, 2007.

Deloitte Consulting, Deloitte Tax and Deloitte FAS have filed and will continue to file separate monthly applications, along with separate interim and final fee applications seeking compensation and expense reimbursement in these Chapter 11 cases.

DESCRIPTION OF THE EXPANDED SCOPE SERVICES

The Enterprise Risk Management Services consist of assisting the Debtors in supporting their enterprise risk management implementation initiative, including assisting the Debtors in (a) developing and launching its risk management approach, (b) completing a self assessment of the Debtors' key risks and developing an overall organizational risk profile, and (c) prioritizing the Debtors' risks and identifying enterprise risk management capability improvement opportunities.

The Crisis Management Planning Services consist of assisting the Debtors in (a) identifying and validating the organizational components of the Debtors' crisis management plan, (b) assisting with the Debtors' existing crisis management process, and (c) identifying, validating, and developing the components of the Debtors' crisis management plan. No Crisis Management Services were provided to the Debtors during the monthly period covered by this Application. Accordingly, no compensation or expense reimbursement for the provision of such services is sought hereunder.

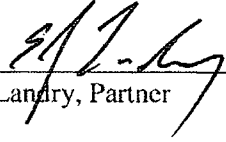
FEE AND EXPENSE REIMBURSEMENT DETAIL

Because the Expanded Scope Services involve the performance of tasks that may readily be grouped into discrete categories, the Debtors requested that Deloitte & Touche be relieved from the applicable provisions of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure and the Local Bankruptcy Rules, and any applicable orders of this Court, requiring Deloitte & Touche to provide daily activity descriptions of its personnel providing the Expanded Scope Services as part of its monthly fees applications, or interim or final fee applications in

these Chapter 11 cases. Such relief was granted under the Expanded Scope Order. Pursuant to the Expanded Scope Order, Deloitte & Touche has provided daily time records of its personnel reflecting the number of hours devoted by such personnel to discrete categories of tasks comprising the Expanded Scope Services as more fully described below.

Consistent with the Expanded Scope Order, attached hereto as Exhibit C is a spreadsheet listing the discrete categories of services comprising the Enterprise Risk Management Services, indicating the number of hours devoted to each such category by the Deloitte & Touche personnel providing such services on daily basis along the total number of hours devoted to providing services under each such category.

DELOITTE & TOUCHE LLP



Edmond Landry, Partner

Enterprise Risks Management Services and
Crisis Risk Management Services
providers to the Debtors
Monthly Period of May, 2008

EXHIBIT A VERIFICATION OF EDMOND LANDRY

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

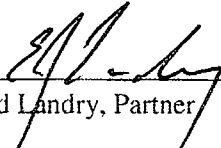
In re:) Chapter 11
)
W. R. GRACE & CO., et al.,¹) Case No. **01-1139** (JMF)
) Jointly Administered
Debtors.)

Edmond Landry, after being duly sworn according to law, deposes and says:

- a) I am a partner with the applicant accounting firm of Deloitte & Touche LLP.
- b) I have personal knowledge of Deloitte & Touche LLP's retention to provide the Expanded Scope Services to the Debtors in these Chapter 11 cases.
- c) I have reviewed the foregoing Application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. Moreover, I have informed of the requirements of Del.Bankr.LR 2016-2 and the 'Amended Administrative Order Under 11 U.S.C. §§105(a) and 331 Establishing Revised Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Official Committee Members', signed April

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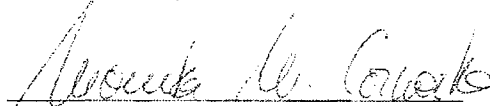
17, 2002, and submit that the Application complies with such Rule and Order, as modified by the Expanded Scope Order.



Edmond Landry, Partner

Enterprise Risks Management Services and
Crisis Risk Management Services
providers to the Debtors
Monthly Period of May, 2008

SWORN AND SUBSCRIBED
before me this 24th day of August, 2008.



Notary Public
My Commission Expires:

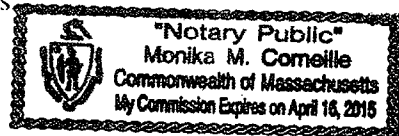


Exhibit B Summary - May 2008						
Name	Level	Hours	Rate	Total Fees	Expenses	Total
KIMBROUGH, ROBERT LANE	Manager	9.0	\$300.00	\$2,700.00	\$9.00	\$2,709.00
STURISKY, DERRICK LARRY	Senior Manager	12.0	\$330.00	\$3,960.00	\$12.00	\$3,972.00
Firm Expenses					\$6.00	\$6.00
TOTALS		21.0		\$6,660.00	\$27.00	\$6,687.00

EXHIBIT C**W. R. Grace Work Activity - Daily Hours
ERM Project - May 2008**

Date:	5/1/08					5/2/08				
CONSULTANT NAME	Dixon	Kimbrough	Sturisky	Landry	Cronin	Dixon	Kimbrough	Sturisky	Landry	Cronin
TOTAL HOURS BY DAY (FROM DTE)	0.0	1.0	1.0	0.0	0.0	0.0	1.0	1.0	0.0	0.0
TOTAL HOURS FROM BREAKDOWN BELOW	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0
WORK STREAM 1: GOVERNANCE										
1. Design & planning of ERM organization										
2. Transitioning of ERM Steering Committee to Risk Committee										
3. ERM Vision and Charter										
4. Executive Risk Owner roles and responsibilities										
5. Alignment of risk management governance across functions geographies, and business units										
6. Regional ERM support establishment and maintenance										
7. Risk Appetite Framework										
8. Governance process for global external compliance										
WORK STREAM 2: ERM PROCESS										
1. Risk Identification and assessment process development			1				1	1		
2. Assistance conducting risk prioritization and assessments										
3. Integration with strategic and operations planning processes										
4. Facilitation of 2 - 3 risk assessment workshops										
WORK STREAM 3: RISK INTELLIGENCE										
1. Risk awareness and training plans										
2. Requirements for ERM intranet site										
3. Process for gathering and disseminating emerging risk trends, external threats and future opportunities										
4. Customized risk reporting										
5. Risk monitoring and escalation processes										
WORK STREAM 4: PROJECT AND CAPABILITY SUPPORT										
1. ERM office project management and progress reporting										
2. Alignment of ERM with corporate initiatives										
3. Development of internal ERM capabilities										
4. Participation in risk meetings, risk assessments and presentations										
5. Discussion of ERM enabling technology requirements										
ADMINISTRATIVE ACTIVITIES										
General Project admin										
Bankruptcy admin		1								
Status reporting										
TOTAL DAILY HOURS:	0	1	1	0	0	0	1	1	0	0
GRAND TOTAL:	2					2				

EXHIBIT C**W. R. Grace Work Activity - Daily Hours**
ERM Project - May 2008

Date:	5/5/08					5/6/08					5/7/08					5/8/08					5/9/08				
CONSULTANT NAME	Dixon	Kimbrough	Sturisky	Landry	Cronin	Dixon	Kimbrough	Sturisky	Landry	Cronin	Dixon	Kimbrough	Sturisky	Landry	Cronin	Dixon	Kimbrough	Sturisky	Landry	Cronin	Dixon	Kimbrough	Sturisky	Landry	Cronin
TOTAL HOURS BY DAY (FROM DTE)	0.0	0.0	2.0	0.0	0.0	0.0	0.0	2.0	0.0	0.0	0.0	1.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0
TOTAL HOURS FROM BREAKDOWN BELOW	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0
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8. Governance process for global external compliance																									
WORK STREAM 2: ERM PROCESS																									
1. Risk identification and assessment process development								2																	
2. Assistance conducting risk prioritization and assessments																									
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WORK STREAM 3: RISK INTELLIGENCE																									
1. Risk awareness and training plans																									
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WORK STREAM 4: PROJECT AND CAPABILITY SUPPORT																									
1. ERM office project management and progress reporting			2																						
2. Alignment of ERM with corporate initiatives																									
3. Development of internal ERM capabilities																									
4. Participation in risk meetings, risk assessments and presentations																									
5. Discussion of ERM enabling technology requirements																									
ADMINISTRATIVE ACTIVITIES																									
General Project admin											1														
Bankruptcy admin																									
Status reporting																									
TOTAL DAILY HOURS:	0	0	2	0	0	0	0	2	0	0	0	1	0	0	0	0	0	0	0	0	0	0	0	0	0
GRAND TOTAL:	2					2					1					0					0				

EXHIBIT C**W. R. Grace Work Activity - Daily Hours
ERM Project - May 2008**

Date:	5/12/08					5/13/08					5/14/08					5/15/08					5/16/08				
CONSULTANT NAME	Dixon	Kimbrough	Sturisky	Landry	Cronin	Dixon	Kimbrough	Sturisky	Landry	Cronin	Dixon	Kimbrough	Sturisky	Landry	Cronin	Dixon	Kimbrough	Sturisky	Landry	Cronin	Dixon	Kimbrough	Sturisky	Landry	Cronin
TOTAL HOURS BY DAY (FROM DTE)	0.0	1.0	1.0	0.0	0.0	0.0	1.0	0.0	0.0	0.0	0.0	0.0	1.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	1.0	2.0	0.0	0.0
TOTAL HOURS FROM BREAKDOWN BELOW	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0
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4. Customized risk reporting																									
5. Risk monitoring and escalation processes																									
WORK STREAM 4: PROJECT AND CAPABILITY SUPPORT																									
1. ERM office project management and progress reporting		1	1									1										1	1		
2. Alignment of ERM with corporate initiatives																									
3. Development of internal ERM capabilities																									
4. Participation in risk meetings, risk assessments and presentations																									
5. Discussion of ERM enabling technology requirements																									
ADMINISTRATIVE ACTIVITIES																									
General Project admin							1																1		
Bankruptcy admin																									
Status reporting																									
TOTAL DAILY HOURS:	0	1	1	0	0	0	1	0	0	0	0	0	1	0	0	0	0	0	0	0	0	1	2	0	0
GRAND TOTAL:	2					1					1					0					3				

EXHIBIT C**W. R. Grace Work Activity - Daily Hours
ERM Project - May 2008**

Date:	5/19/08					5/20/08					5/21/08					5/22/08					5/23/08				
CONSULTANT NAME	Dixon	Kimbrough	Sturisky	Landry	Cronin	Dixon	Kimbrough	Sturisky	Landry	Cronin	Dixon	Kimbrough	Sturisky	Landry	Cronin	Dixon	Kimbrough	Sturisky	Landry	Cronin	Dixon	Kimbrough	Sturisky	Landry	Cronin
TOTAL HOURS BY DAY (FROM DTE)	0.0	1.0	0.0	0.0	0.0	0.0	0.5	0.0	0.0	0.0	0.0	1.5	2.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0
TOTAL HOURS FROM BREAKDOWN BELOW	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0
WORK STREAM 1: GOVERNANCE																									
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2. Alignment of ERM with corporate initiatives																									
3. Development of internal ERM capabilities													1												
4. Participation in risk meetings, risk assessments and presentations													1												
5. Discussion of ERM enabling technology requirements																									
ADMINISTRATIVE ACTIVITIES																									
General Project admin							0.5					1.5													
Bankruptcy admin		1																							
Status reporting																									
TOTAL DAILY HOURS:	0	1	0	0	0	0	0.5	0	0	0	0	1.5	2	0	0	0	0	0	0	0	0	0	0	0	0
GRAND TOTAL:	1					0.5					3.5					0					0				

EXHIBIT C**W. R. Grace Work Activity - Daily Hours
ERM Project - May 2008**

Date:	5/26/08					5/27/08					5/28/08					Total Hrs
CONSULTANT NAME	Dixon	Kimbrough	Sturisky	Landry	Cronin	Dixon	Kimbrough	Sturisky	Landry	Cronin	Dixon	Kimbrough	Sturisky	Landry	Cronin	
TOTAL HOURS BY DAY (FROM DTE)	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	21.0
TOTAL HOURS FROM BREAKDOWN BELOW	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0
WORK STREAM 1: GOVERNANCE																
1. Design & planning of ERM organization																0.0
2. Transitioning of ERM Steering Committee to Risk Committee																0.0
3. ERM Vision and Charter																0.0
4. Executive Risk Owner roles and responsibilities																0.0
5. Alignment of risk management governance across functions geographies, and business units																0.0
6. Regional ERM support establishment and maintenance																0.0
7. Risk Appetite Framework																0.0
8. Governance process for global external compliance																0.0
WORK STREAM 2: ERM PROCESS																
1. Risk identification and assessment process development																5.0
2. Assistance conducting risk prioritization and assessments																0.0
3. Integration with strategic and operations planning processes																0.0
4. Facilitation of 2 - 3 risk assessment workshops																0.0
WORK STREAM 3: RISK INTELLIGENCE																
1. Risk awareness and training plans																0.0
2. Requirements for ERM intranet site																0.0
3. Process for gathering and disseminating emerging risk trends, external threats and future opportunities																0.0
4. Customized risk reporting																0.0
5. Risk monitoring and escalation processes																0.0
WORK STREAM 4: PROJECT AND CAPABILITY SUPPORT																
1. ERM office project management and progress reporting																7.0
2. Alignment of ERM with corporate initiatives																0.0
3. Development of internal ERM capabilities																1.0
4. Participation in risk meetings, risk assessments and presentations																1.0
5. Discussion of ERM enabling technology requirements																0.0
ADMINISTRATIVE ACTIVITIES																
General Project admin																5.0
Bankruptcy admin																2.0
Status reporting																0.0
TOTAL DAILY HOURS:	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	21
GRAND TOTAL:	0					0					0					